

Steven Ficon 30(B)(6) Crowley Maritime
Provence, Tiffany N v. United States of America, et al

March 9, 2022

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UNITED STATES DISTRICT COURT
DISTRICT OF SOUTH CAROLINA
CHARLESTON DIVISION
IN ADMIRALTY

TIFFANY N. PROVENCE, AS THE
PERSONAL REPRESENTATIVE OF
THE ESTATE OF JUAN ANTONIO
VILLALOBOS HERNANDEZ,

Plaintiff,

vs. CASE NO. 2:21-cv-965-RMG

UNITED STATES OF AMERICA,
CROWLEY MARITIME CORPORATION,
CROWLEY GOVERNMENT SERVICES,
INC., DETYENS SHIPYARDS, INC.
AND HIGHTRAK STAFFING, INC.
D/B/A HIGHTRAK STAFFING, INC.,
Defendants.

VTC

30(b)(6)

DEPOSITION OF: CROWLEY MARITIME
CORPORATION BY STEVEN FICON

DATE: March 9, 2022

TIME: 5:12 PM

LOCATION: Hines & Gilsenan, LLC
1535 Hobby Street, Suite 203D
Charleston Navy Yard
North Charleston, SC

TAKEN BY: Counsel for the Plaintiff

REPORTED BY: Priscilla Nay,
Court Reporter
(Remotely via VTC)

1 existence since 1976 and I basically have been in
2 my role for the last 10 years.

3 Q. Okay. Great. Thank you. And before
4 today have you had a chance to look at Exhibit 1
5 which is the 30(b)(6) notice for today's deposition
6 for Crowley Maritime Corporation?

7 A. Yes.

8 Q. All right. And presumably you have
9 reviewed those topics on there and you understand
10 you have been designated by Crowley Maritime to
11 give testimony today about the corporation?

12 A. Yes.

13 Q. Okay. So tell us, if you would. What
14 is Crowley Maritime Corporation.

15 A. Crowley Maritime Corporation is a
16 holding company which holds the stock of all of
17 Crowley's operating business units.

18 Q. All right. And I know the last -- we
19 have identified a couple of different Crowley
20 businesses. Just generally how many Crowley
21 businesses are there that Crowley Maritime holds
22 stock in? Ballpark will be fine.

23 A. Today there's four main business units.
24 Crowley Fuels, Crowley Shipping, Crowley Logistics
25 and Crowley Government Services.

1 Q. Okay. And with all four of those is
2 Crowley Maritime Corporation the sole shareholder
3 in each of those subsidiaries?

4 A. Yes.

5 Q. Okay. And does Crowley Maritime
6 Corporation have any regular employees?

7 A. Not currently.

8 Q. All right. When it does have employees
9 what type of employees did it have or what sort of
10 structure did it have?

11 A. When it had employees those employees
12 were confined to what we called our corporate
13 services which provided -- I guess I'll just
14 give the categories of the corporate services.
15 Risk management, legal, human resources, treasury
16 and finance, internal audit.

17 Q. Okay.

18 A. Those are the main corporate services.

19 Q. Fair enough. But how long has it had
20 no employees? Like a year? Five years?

21 A. Since 2020. My current employer is
22 Crowley Payroll, LLC but before 1/1/20 I was
23 employed by Crowley Maritime Corporation.

24 Q. Okay. And so Crowley's Maritime
25 Corporation -- is it fair to say that primarily

1 what it did was provide corporate services to the
2 various subsidiaries of Crowley -- Crowley
3 affiliates?

4 A. That's correct. The other corporate
5 services was IT.

6 Q. Okay. Right. And is it true that
7 Crowley Maritime Corporation had -- plays no role
8 whatsoever in the day-to-day operations of Crowley
9 Government Services?

10 A. That's correct.

11 Q. All right. And Crowley Maritime
12 Corporation has no involvement whatsoever in the --
13 any contract between Crowley Government Services
14 and the Military Sealift Command. Is that right?

15 A. That's correct.

16 Q. All right. Crowley Government --
17 sorry. Crowley Maritime Corporation had no
18 involvement whatsoever in the contracting with
19 Detyens Shipyards for repairs on the Lummus, the
20 vessel that's at issue in this lawsuit. Is that
21 right?

22 A. That's right. I got a chance to look
23 at the BIMCO REPAIRCON form and that contract is
24 between Detyens and Crowley Government Services.

25 Q. Right. And nobody at Crowley Maritime

1 would have had anything to do with any of those
2 two contracts I just mentioned or, in fact,
3 any of the operational decisions that are made by
4 Crowley Government Services?

5 Crowley Maritime Corporation has
6 nothing to do with that. Right?

7 A. That's right.

8 Q. Okay. And other than Crowley Maritime
9 Corporation Crowley Government Services has no
10 other shareholders. Is that true?

11 A. That's true.

12 Q. Okay. And the shareholders of Crowley
13 Maritime Corporation, is it a privately held
14 company?

15 A. Yes, it is.

16 Q. And who are the shareholders of Crowley
17 Maritime Corporation?

18 A. It's primarily Tom Crowley who owns
19 over 90 percent of the stock --

20 Q. Right.

21 A. And the employees own the balance
22 through an ESOP program.

23 Q. Okay. And then if you'll look there at
24 Exhibit 2 that's in front of you there are three
25 different certificates of incorporation that we

1 must have gotten from the Delaware Secretary of
2 State. Do you see those?

3 A. Right.

4 Q. And it looks like -- and I don't know
5 what order yours are in, but one of them is for
6 Crowley Maritime Corporation from 1972.

7 Was that the date that Crowley Maritime
8 maybe originally was incorporated?

9 A. That's correct.

10 Q. Okay. Then I see another one that is
11 Crowley Maritime dated October 4th, 1991. Is that
12 the same company or do you know why there's two of
13 them?

14 A. They are the same company and I know
15 a bit of the history. You're right. Crowley
16 Maritime Corporation was originally formed in
17 1972. In October of 1991 a company by the name of
18 Crowley New Holdings, Inc. was formed, I think, to
19 facilitate a preferred class of stock.

20 Once that was completed Crowley New
21 Holdings, Inc. changed its name to Crowley Maritime
22 Corporation. The old original Crowley Maritime
23 Corporation was merged into that. We'll call it
24 the new CMC.

25 Q. I got you. That looks like that's

1 reflected by these two documents from the secretary
2 of state. One says merged and the other one
3 says in good standing. Okay. That makes sense.

4 Then the other one here, the third
5 page of Exhibit Number 2, is a certificate of
6 incorporation for Crowley Government Services which
7 you've already designed as a wholly owned
8 subsidiary of Crowley Maritime. Right?

9 A. Yeah. It's wholly owned indirect
10 subsidiary several layers down through the org
11 chart beneath Crowley Maritime Corporation.

12 Q. Yeah. That was one of the topics for
13 the deposition today was the business relationship
14 between Crowley Maritime and Crowley Government
15 Services. Can you describe that for us.

16 A. Well, the business relationship is,
17 you know, Crowley Maritime Corporation is a holding
18 company. It holds the stock in Crowley Government
19 Services through some other subsidiary companies
20 but is not involved in -- in the operation of
21 Crowley Government Services.

22 Q. All right. At one time it sounds like
23 Crowley Maritime provided some corporate services.
24 But it no longer does that?

25 A. Not Crowley Maritime, no.

1 Q. Okay. Crowley --

2 A. Now it's under the name of Crowley
3 Payroll, LLC.

4 Q. Got it. But before it sounded to me
5 from your testimony like sometime in the past --
6 you know, before 2020 -- Crowley Maritime actually
7 did provide corporate services. Is that right?

8 A. Yes. Some limited corporate services
9 as I described. IT, risk management, legal, HR.

10 Q. Right. And so if my client was killed
11 on April 3rd, 2019 at that time Crowley Maritime
12 may have been providing some incidental corporate
13 services to Crowley Government, but that was the
14 nature and extent of its business relationship. Is
15 that fair?

16 A. That's fair. Incidental. It had
17 nothing to do with the operation of the Lummus or
18 contracting with Detyens Shipyard.

19 Q. Right. It might have been like how
20 people get their paychecks, legal, IT or the
21 various things we just mentioned?

22 A. Yeah. Keeping e-mails. You know,
23 working and --

24 Q. Right.

25 A. -- making sure people get their W-2s